




J. Craig Whitley
United States Bankruptcy Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
(Charlotte Division)

In re:)	Chapter 11
)	
B GSE GROUP, LLC,)	Case No. 23-30013
)	
Debtor.)	

**ORDER GRANTING MOTION TO SELL PROPERTY
FREE AND CLEAR BY PUBLIC AUCTION**

This matter is before the Court on the Debtor's *Motion to Sell Property Free and Clear by Public Auction* [Doc. 254] (the "Motion"). Having considered the Motion, the Limited Objection [Doc. 277] filed by ACCO Engineering Systems, Inc. ("ACCO"), and the arguments at hearing, the Court finds, concludes, and orders as follows:

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue of this case and this Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). The statutory predicates for the relief requested herein are sections 105 and 363 of the Bankruptcy Code and Bankruptcy Rule 6004.
2. Appropriate and proper notice of the Motion was provided.

3. With the exception of the Limited Objection, no party filed an objection to the Motion.

4. In the Limited Objection, ACCO objected to the sale of any materials, equipment, or other personal property in which ACCO holds an ownership interest.

5. A hearing on the Motion and the Limited Objection was held on June 27, 2023.

6. At hearing, Richard S. Wright appeared on behalf of the Debtor, Alexandria P. Kenny appeared on behalf of the Bankruptcy Administrator, Julia K. Wood appeared on behalf of the Small Business Administration (the “SBA”), Jay R. Bender appeared on behalf of ACCO, and Cole Hayes appeared as the Debtor’s Chief Restructuring Officer (“CRO”).

7. Sound business reasons exist for the in-place auction proposed by the Debtor in this case. The sale will provide the Debtor with needed cash to satisfy claims, will alleviate future payment obligations of the Debtor and its estate, and will reduce unsecured deficiency claims against the estate that would otherwise dilute recoveries to unsecured creditors. The timing and competitive format of the proposed auction will also allow the Debtor to obtain the highest and best prices available for the Assets, as defined by the Motion.

8. The terms of the Auction Agreement attached to the Motion are reasonable and consistent with other agreements approved by this Court. Selling the Assets pursuant to the Auction Agreement is in the best interests of the Bankruptcy Estate, creditors, and all parties in interest.

9. All parties claiming an undisputed interest in the Assets, Truist Bank and the SBA, consented to the proposed sale.

10. As for ACCO's Limited Objection, given the bona fide dispute over the ownership of one or more of the Assets, the same may be sold pursuant to Section 363(f)(4) of the Bankruptcy Code with any liens or interests of ACCO attaching to the proceeds of the sale.¹

11. The Motion is therefore granted in full.²

12. The Assets may be sold on the terms set forth in the Motion.

13. The Court shall retain jurisdiction over the interpretation and implementation of this order as well as any disputes related to this order or the sale of the Assets.

SO ORDERED

<i>This Order has been signed electronically. The Judge's signature and Court's seal appear at the top of this Order.</i>	<i>United States Bankruptcy Court</i>
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¹ At hearing, ACCO and the CRO announced that they had agreed to the removal of Lot 551 ("3 Branded Aluminum Electrical Access Ports") from the auction and that ACCO could pick up the same from the Debtor's facility in West Virginia prior to July 31, 2023. ACCO and the CRO announced that they would continue to work to determine whether other items could be removed from the auction and placed in possession of ACCO notwithstanding approval of the Motion.

² The Court's *Consent Order Regarding Auction of Certain Physical Assets and Pending Motion for Stay Relief* [Doc 278] remains in full force and effect such that the auction lots identified as Excluded Items shall be removed from the auction and made available to Industrial Maintenance Solutions, LLC.